

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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PENNSYLVANIA PUBLIC SCHOOL  
EMPLOYEES' RETIREMENT SYSTEM,  
Individually and On Behalf of All Others Similarly  
Situated,

Plaintiff,

vs.

BANK OF AMERICA CORPORATION, et al.,  
Defendants.

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Civil Action No. 1:11-cv-733 (WHP)

Hon. William H. Pauley III

ECF Case

**MOTION TO WITHDRAW AS COUNSEL**

TO: ALL PARTIES AND THEIR COUNSEL OF RECORD,

WHEREAS, on April 4, 2011, Sjunde AP-Fonden, Arkansas Teacher Retirement System and KBC Asset Management NV (collectively, the “Institutional Investor Group”), through their counsel, filed a motion seeking consolidation of related actions, appointment as lead plaintiff, and approval of selection of lead counsel in the above-captioned securities class action against Bank of America Corporation (Dkt. #11),

WHEREAS, on June 20, 2011, the Court consolidated related actions, appointed Pennsylvania Public School Employees’ Retirement System as Lead Plaintiff, approved its selection of Barrack, Rodos & Bacine as Lead Counsel for the Class, and denied the motion of the Institutional Investor Group (Dkt. #56), and

WHEREAS, the Institutional Investor Group, as members of the putative Class, will continue to be represented by Court-appointed Lead Counsel in this matter.

NOW THEREFORE, Labaton Sucharow LLP and its attorneys, Christopher J. Keller, Michael W. Stocker, and Rachel A. Avan, hereby withdraw as counsel of record for the Institutional Investor Group in the above-captioned action.

Dated: February 17, 2012

Respectfully submitted,

By: /s/ Christopher J. Keller

Christopher J. Keller (CK-2347)  
Michael W. Stocker (MS-1309)  
Rachel A. Avan (RA-5177)  
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*Attorneys for the Institutional Investor Group*

**CERTIFICATE OF SERVICE**

I, Christopher J. Keller, hereby certify, that on February 17, 2012, I electronically filed a true and correct copy of the foregoing document with the Clerk of the Court using the ECF system which will send notification to all counsel of record.

/s/ Christopher J. Keller  
Christopher J. Keller (CK-2347)